

**FLOOD DIVERSION BOARD OF AUTHORITY
SEPTEMBER 8, 2011—3:30 PM**

1. MEETING TO ORDER

A meeting of the Flood Diversion Board of Authority was held on September 8, 2011, at 3:30 PM in the Fargo City Commission Room with the following members present: Cass County Commissioner Darrell Vanyo; Cass County Commissioner Scott Wagner; West Fargo City Commissioner Mike Thorstad; Cass County Joint Water Resource District Manager Rodger Olson; Fargo City Commissioner Dave Piepkorn, serving as alternate for Fargo Mayor Dennis Walaker; Fargo City Commissioner Tim Mahoney; Fargo City Commissioner Brad Wimmer; Clay County Commissioner Grant Weyland, serving as alternate for Kevin Campbell; and Moorhead City Council Member Nancy Otto.

Board of Authority alternate and ex-officio members present: Cass County Commissioner Vern Bennett, alternate member; and Gerald Van Amburg, Buffalo-Red River Watershed District, ex-officio member.

Staff members and others present: Cass County Administrator Keith Berndt; Fargo City Administrator Pat Zavoral; Fargo City Engineer Mark Bittner; Fargo City Senior Engineer April Walker; Moorhead City Manager Mike Redlinger; Moorhead City Engineer Bob Zimmerman; U.S. Army Corps of Engineer Brett Coleman; and U.S. Army Corps of Engineer Terry Williams.

2. MINUTES APPROVED

MOTION, passed

Ms. Otto moved and Mr. Wimmer seconded to approve the minutes from the August 11, 2011, Flood Diversion Board of Authority meeting as written. Motion carried.

3. ORGANIZATIONAL STRUCTURE FOR PROJECT

Mr. Berndt reviewed a draft organizational chart for the project, beginning with the Diversion Board of Authority and including the technical advisory committee, project manager, finance committee, outreach committee, U.S. Army Corps of Engineers, and project management consulting firm.

Board members discussed the organizational structure. Ms. Otto suggested the project manager report to the Diversion Board of Authority rather than the technical advisory committee. She also suggested the chart include the legal committee. A suggestion was made that the U.S. Army Corps of Engineers be on the same level of the organizational structure as the committees.

Mr. Mahoney asked if someone from the Diversion Board of Authority should serve on the technical advisory committee. Currently, the technical committee has representatives from all entities involved with the project. Mr. Wagner suggested the Board of Authority be informed when technical committee meetings are held so members could attend.

Mr. Zavoral asked whether the technical advisory committee could be given a financial threshold to follow in order to make decisions between board meetings. There was discussion about setting a threshold not to exceed \$500,000. Mr. Berndt said the technical committee may not frequently be approving \$500,000 contracts, but may regularly make decisions that could affect the project by \$500,000.

MOTION, passed

Mr. Wimmer moved and Mr. Mahoney seconded to set an authority threshold not to exceed \$500,000 for the technical advisory committee with the technical advisory committee providing monthly reports to the Diversion Board of Authority. Motion carried.

MOTION, passed

Mr. Wimmer moved and Mr. Wagner seconded to approve an organizational structure consisting of the following, including amendments suggested by the Board:

- **FM Metro Diversion Board of Authority;**
- **Technical advisory committee consisting of the following voting members: two representatives appointed by City of Fargo, one representative appointed by Cass County; one representative appointed by Clay County; one representative appointed by the City of Moorhead; one representative appointed by Buffalo Red River Watershed Board; and one representative appointed by Cass County Joint Water Resource District. The committee will also include consultant advisory members as determined and hired by the technical advisory committee;**
- **Finance committee appointed by the Diversion Board of Authority Chairman;**
- **Outreach committee appointed by the Diversion Board of Authority Chairman;**
- **A hired project manager reporting to the Diversion Board of Authority;**
- **A contracted project management firm hired by the Diversion Board of Authority and others to be appointed by the Diversion Board of Authority Chairman;**
- **Continuation of the interim organization consisting of the technical advisory committee assisted through use of contracted resources as necessary from the current project consulting team of representatives from Moore Engineering, Houston Engineering, Barr Engineering, and HDR Engineering that have been under contract to date and other contracted firms as necessary. The technical advisory committee is authorized to assign individual and consultants to fulfill the task assignments necessary to complete sponsors obligations under the project;**
- **U.S. Army Corps of Engineers;**
- **Legal committee consisting of representatives from the city and county.**

Motion carried.

4. PROJECT MANAGER JOB DESCRIPTION AND ADVERTISEMENT

Board members discussed the job description for the project manager. Ms. Otto suggested the essential job duties include communication management.

MOTION, passed

Mr. Mahoney moved and Mr. Wagner seconded to approve the job description for the project manager with the suggested amendment.

Motion carried.

Mr. Berndt said the salary consultant has not yet determined a salary for the position. He suggested the salary be dependent on experience and qualifications of the candidate. He said the final hiring decision will be made by the Diversion Board of Authority.

There was discussion about a closing date for the position, and Mr. Zavoral suggested November 1st.

MOTION, passed

Mr. Wagner moved and Mr. Wimmer seconded to approve the project manager job advertisement with a closing date of November 1, 2011.

Motion carried.

5. RECRUITMENT OF PROJECT MANAGER

Mr. Berndt said a recruitment committee is needed to help with the hiring of a project manager. He suggested the technical advisory committee and two members from the Board of Authority be appointed.

Ms. Otto prefers three Board members to be part of the process and volunteered to sit on the committee. Mr. Mahoney and Mr. Wagner also agreed to serve on the committee.

MOTION, passed

Mr. Wimmer moved and Mr. Weyland seconded to authorize a recruitment committee consisting of the technical advisory committee, and three members from the Diversion Board of Authority (Ms. Otto, Mr. Mahoney and Mr. Wagner) be appointed to recruit a project manager. The recruitment committee is authorized to take all action necessary to advertise and recruit a project manager. The full Diversion Board of Authority will authorize the hire following a successful search. Motion carried.

6. SOLICITATION OF CONTRACTED PROJECT MANAGEMENT CONSULTANT

Mr. Berndt discussed the need to solicit for services of a project management consultant. He said the project needs a firm with expertise in large-scale projects and with some knowledge of the U.S. Corps of Engineers. A Request for Qualifications (RFQ) was drafted for the Board to review.

Mr. Thorstad said the Joint Powers Agreement (JPA) allocated \$1.5 million to be used next year to hire a project manager and lobbyist, but does not include a project consulting firm or communication consulting firm. He is supportive of the idea, but wanted to make sure the JPA allows for this expense.

Attorney Erik Johnson believes costs for to hire a project consulting firm falls under the terms outlined in the JPA. Mr. Wagner said the Board needs a firm to handle issues in the interim period before a project manager is hired.

MOTION, passed

Mr. Wagner moved and Mr. Mahoney seconded to authorize a selection committee consisting of the technical advisory committee and others appointed by the Diversion Board of Authority Chairman to select a project management consulting firm. The selection committee is authorized to take all action necessary to advertise, interview and select a program management consultant. The full Diversion Board of Authority will authorize a contract following selection. Discussion: Mr. Vanyo said the motion is not authorizing any allocation of dollars at this time, but is approving a selection committee. The item will be brought back to the full Board for final approval. Motion carried.

7. LEGAL UPDATE, Bylaws; communications consultant; insurance

Bylaws

Mr. Johnson provided the Board with draft bylaws that will provide structure to the JPA. Mr. Vanyo asked members to review the bylaws and to provide any comments or concerns for discussion at the next meeting.

Communications consultant

There was discussion on whether public funds may be used to hire a communications consultant. Mr. Johnson said the only limitation is public funds may not be used toward a vote or election on an issue. Mr. Wagner asked if it is appropriate for the Board to enter into a contract for communications consulting services. Mr. Johnson believes the Board has the authority to spend public dollars for this service.

Insurance coverage

Mr. Johnson said since two different states are involved with the project, insurance through either the State of North Dakota or State of Minnesota is problematic. He suggested Request for Proposals (RFP) be created to solicit proposals for insurance coverage.

Mr. Wagner said he serves on the North Dakota Insurance Reserve Fund (NDRF) board of directors and would like to be part of the discussion. Mr. Vanyo suggested Mr. Wagner work with the legal group on this issue.

MOTION, passed

Mr. Mahoney moved and Mr. Wimmer seconded to proceed with solicitation of proposals for insurance and direct Mr. Wagner to work with the legal team. Motion carried.

8. PUBLIC OUTREACH/COMMUNICATIONS CONSULTANT CONTRACT

Daron Selvig from Advanced Engineering and Environmental Services (AE2S) Inc. provided a presentation on the scope of services for public outreach. He said their firm would develop and summarize public communication with a consistent message, which would be approved by the Diversion Board of Authority.

Mr. Vanyo said county and city administrators have met with staff from AE2S since the last meeting to discuss the proposal.

MOTION, passed

Mr. Mahoney moved and Mr. Weyland seconded to authorize the city and county administrators to negotiate and enter into a contract with Advanced Engineering and Environmental Services (AE2S) to provide communication services for the Diversion Board of Authority with a contract amount not to exceed \$50,000. Discussion: Mr. Thorstad asked what the \$50,000 will cover. Mr. Selvig said it will pay for four to six months of their services. Mr. Olson received correspondence from the State Water Commission regarding the use of public funds and why a RFP was not prepared. Mr. Zavoral said the City of Fargo solicited proposals and services were expanded through a current proposal with Fargo and AE2S. Mr. Thorstad questioned whether the project management consultant could also perform these duties. Mr. Bittner said public outreach is needed now and this will be a short-term contract in order to distribute information to the public. Mr. Vanyo said he assumes some of the public outreach/communication duties could eventually be transferred to the project management firm or staff. Motion carried.

9. CORPS OF ENGINEERS STATUS UPDATE

Mr. Coleman said the design agreement continues to be developed. Also, Corps of Engineers staff are preparing for a meeting later this month with the Civil Works Review Board in Washington D.C. in which the final feasibility study and Environmental Impact Statement (EIS) will be presented.

10. TECHNICAL COMMITTEE UPDATE

At the last Board meeting, a subcommittee was established to review tasks outlined in the design agreement. Ms. Walker said the subcommittee met a few weeks ago and she reviewed the task list with the Board.

Mr. Bittner said the City of Fargo has been acting as the finance agent for costs associated with the project and is then reimbursed by each entity for its share of the expenses. He asked if the Board has the authority to contract and pay for costs associated with the project, and asked how the Board wants to proceed. Mr. Vanyo suggested to continue with the same process until a finance committee is formed.

11. NEXT MEETING DATE

There was discussion about holding monthly meetings the second Thursday of each month. Mr. Vanyo will be out of town on that date next month, and asked board members to look at their calendars, and he will propose an alternate date for the next meeting.

12. ADJOURNMENT

MOTION, passed

On motion by Mr. Wagner, seconded by Ms. Otto, and all voting in favor, the meeting was adjourned at 5:40 PM.